

**AREA PARTNERSHIP BOARD  
CONSTITUTION**

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**This CONSTITUTION was adopted on XXX and it is agreed that the XXX Area Partnership Board will be administered and managed in accordance with the provisions set down below.**

1. The XXX Area Partnership Board (“the Board”) is an unincorporated public body.
2. The Board shall operate in accordance with the West Cheshire Together Partnerships Framework Agreement and Protocols (to be finalised and agreed subsequently) and Terms of Reference (see Appendix A).
3. **Membership**
  - (i) The Board shall comprise representatives from the ‘core’ Member Bodies (see Schedule 1 for details).
  - (ii) Additional Members shall be appointed to the Board on an annual basis each April in accordance with the specific priorities and action plan of the Board.
  - (ii) All Members of the Board have voting rights on the basis of one vote per organisation.
  - (iii) Member representatives shall be appointed by the relevant Member Body.
  - (iv) Each Member Body will additionally appoint a reserve member for each place on the Board held.
  - (v) The Board Secretariat shall maintain a list of all current Members (voting and reserves).
  - (vi) Amendment to the Membership of the Board shall only be by agreement of the Partners in accordance with the provisions of this Constitution.
  - (vii) Member bodies will supply their representatives with communications support to ensure the dissemination of information within their organisations.

**4. Termination of Membership**

Membership shall be terminated:

- (1) On termination of the Board; or
- (2) If the Member Body ceases to exist.

A Member representative may be removed from membership:

- (i) at the request of the Member Body;
- (ii) on the resignation of the Member by written notice to the Secretariat; or
- (iii) following a resolution of the Board that it is in the best interests of the Board that his or her membership is terminated. A resolution to remove a Member from membership may only be passed if:
  - (a) the Member has been given at least twenty one days' notice in writing of the meeting of the Board at which the resolution will be proposed and the reasons why it is to be proposed; and
  - (b) the Member or, at the option of the Member, the Member's representative (who need not be a Member of the Board) has been allowed to make representations at the meeting.

#### **5. Annual General Meetings**

- (1) The Board must hold an annual general meeting within twelve months of the date of the adoption of this Constitution.
- (2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.

#### **6. General Meetings**

- (i) Meetings other than the Annual General Meetings shall be called general meetings.
- (ii) General Meetings shall be held every quarter and no less than four times per annum.
- (iii) The Secretariat shall notify the Members of the dates of the General Meetings by an agreed annual schedule of meetings.
- (iv) The Secretariat shall prepare an Agenda for each meeting which shall be forwarded to the Members for receipt at least seven days prior to the meeting.

#### **7. Special Meeting**

- (i) A special meeting may be called by the Secretariat as appropriate or at the request of the Chairman.

## 8. Quorum

- (1) No business shall be transacted at any General Meeting unless a quorum is present.
- (2) A quorum is:
  - XXX Members entitled to vote upon the business to be conducted at the meeting; or
  - one half of the total membership at the time,whichever is the greater.
- (3) The authorised representative of a Member organisation shall be counted in the quorum.
- (4) If:
  - (a) a quorum is not present within half an hour from the time appointed for the meeting; or
  - (b) during the meeting a quorum ceased to be present,the meeting shall be adjourned to such time and place as the Chair shall determine.
- (5) The Board must reconvene the meeting and must give at least seven clear days notice of the reconvened meeting stating the date, time and place of the meeting.
- (6) If no quorum is present at the reconvened meeting, within fifteen minutes of the time specified for the start of the meeting, the Members present at that time shall constitute the quorum for that meeting.

## 9. Chair

- (i) A Chair and Vice-Chair of the Board shall be appointed by the agreed recruitment and selection process.
- (ii) The Chair will have a key interest or stake in the locality and be independent of Cheshire West and Chester Council.
- (iii) These appointments of the Board shall be for a three year term, subject to the Termination Provisions within this Constitution. In the event of a termination of an appointment within the term of office an alternative appointment shall be made at the next General Meeting or at a Special Meeting as appropriate.

- (iv) In the absence of both the Chair and Vice-Chair, the Members may appoint a temporary Chair for a meeting.
- (v) The Chair (or Vice-Chair) will represent the Area Partnership Board at meetings of West Cheshire Together, the Local Strategic Partnership for the borough of Cheshire West and Chester.
- (vi) The Chair (or Vice Chair) will represent the Area Partnership Board at other meetings held across the wider Cheshire West and Chester Partnerships Framework requiring Area Partnership Board attendance.

## **10. Adjournments**

- (1) The Members present at a meeting may resolve that the meeting shall be adjourned.
- (2) The person who is Chairing the meeting must decide the date, time and place at which the meeting is to be reconvened unless those details are specified in the resolution.
- (3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the Members for more than seven days, at least seven clear days notice shall be given of the reconvened meeting, stating the date, time and place of the meeting.

## **11. Votes**

- (1) Wherever possible, all decisions will be made on the basis of consensus. However, where a vote needs to be taken:
  - (i) Voting shall be by show of hands.
  - (ii) Decisions shall be taken on a majority basis.
  - (iii) Each voting organisation shall have one vote, but if there is an equality of votes the person who is Chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

## **12. Delegation of Responsibilities to Members by Member Bodies**

- (1) Individual Members shall act in accordance with the scheme of delegation agreed by their relevant Member body.

- (2) Delegation shall include powers to:
- commit resources, where appropriate;
  - attend meetings; and
  - confirm actions.

### **13. Committees and Sub-Committees**

- (1) The Board may delegate any of its powers or functions to a Committee or working group of the Board. A Committee/working group shall comprise no fewer than XXX Members of the Board.
- (2) If appropriate (and subject to the approval of all Members of the Board) a Committee/working group may delegate powers or functions delegated to it as a Sub-Committee.
- (3) The terms of any such delegation shall be recorded in the minutes of the relevant General Meeting and the Committee and/or Sub-Committee/working group shall at its first meeting adopt suitable terms of reference and appoint a Chairperson for the Committee. This should include reporting lines and responsibilities.
- (4) Delegation of powers to Committees and Sub-Committees/working group shall be subject to appropriate Conditions including:
- (i) that stated relevant powers are to be exercised exclusively by Committee;
  - (ii) that no expenditure may be incurred on behalf of the Board except in accordance with any budget previously agreed.
- (5) The delegation to Committee or Sub-Committee may be revoked by majority decision.
- (6) All acts and proceedings of any Committee or Sub-Committee shall be reported to the next general meeting of the Board.

### **14. Irregularities in Proceedings**

- (1) Subject to sub-clause (2) of this clause, all acts done by a meeting of the Board, or of a Committee or working group of the Board, shall be valid notwithstanding the participation in any vote of a Member:
- who was disqualified from holding office;

- who had previously retired or who had been obliged by the Constitution to vacate office;
- who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise,

if, without:

- the vote of that Member, and
- that Member being counted in the quorum,

the decision has been made by a majority of the Members at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a Member to keep any benefit that may be conferred upon him or her by a resolution of the Board or of a Committee of the Board if the resolution would otherwise have been void.

(3) No resolution or act of:

- the Board;
- any Committee or working group of the Board;
- the Board in General Meeting,

shall be invalidated by reason of the failure to give notice to any Member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a Member body.

## **15. Minutes**

(1) The Board Secretariat must keep minutes of all:

- appointments of Officers;
- proceedings at meetings of the Board; and
- meetings of the Board and Committees or working groups of Board including:
  - the names of the Members present at the meeting;
  - the decisions made at the meetings; and
  - the reasons for the decisions.

- (2) Minutes will be approved as accurate records at the next General Meeting.

## **16. Decision Making Processes**

- (1) Agendas and Minutes will not normally be confidential.

## **17. Secretariat, Advisers and Support Officers**

- (1) Management and administrative support for the XXX Area Partnership Board will be provided by Cheshire West and Chester Council.
- (2) These arrangements will be maintained until the first annual review of the Cheshire West and Chester Partnerships Framework.

## **18. Notices**

- (1) Any notice required by this Constitution to be given to or by any person must be:
  - (a) in writing; or
  - (b) given using electronic communications.
- (2) Notice may be given to a Member either:
  - (a) personally; or
  - (b) by sending it by post in a prepaid envelope addressed to the Member at his or her address; or
  - (c) by leaving it at the address of the Member; or
  - (d) by giving it using electronic communications to the Member's address.
- (3) A Member present in person at any meeting of the Board shall be deemed to have received notice of the meeting and of the purposes for which it was called.

**19. Signatories to the Constitution**

Signed: ..... Dated: ..... As Elected Chairman	Signed: ..... Dated: ..... for Cheshire West & Chester Council
Signed: ..... Dated: ..... for Cheshire Police	Signed: ..... Dated: ..... for Cheshire Fire & Rescue Service
Signed: ..... Dated: ..... for NHS Western Cheshire / Central & Eastern Cheshire Primary Care Trust	Signed: ..... Dated: ..... for Third Sector Assembly
Signed: ..... Dated: ..... for Local Councils	Signed: ..... Dated: ..... for XXX Community Forum
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## SCHEDULE 1

### MEMBER BODIES

#### **Core Membership of the XXX Area Partnership Board (as at 1<sup>st</sup> February 2010)**

- Chairman
- CW&C Director (representing the local authority)
- Cheshire Police
- Cheshire Fire & Rescue Service
- NHS Western Cheshire or Central & Eastern Primary Care Trust
- CW&C Elected Member Representative from each Community Forum within the Area Partnership Board area (representing the community)
- Nominated Representative from the Third Sector Assembly (representing the third sector)
- Nominated Representative from the Local (i.e. town or parish) Councils within the Area Partnership Board area (representing the local councils)

In accordance with Clause 3 (ii) of the Constitution, additional Members shall be appointed to the Board on an annual basis each April in accordance with the specific priorities and action plan of the Board.

## APPENDIX 1

### AREA PARTNERSHIP BOARD – KEY PURPOSE, ROLES & ACCOUNTABILITES

#### Key Purpose:

To provide differential services to meet differing needs across Cheshire West and Chester in order to improve outcomes for local communities.

#### Key Roles:

- develop local priorities through the analysis of research and intelligence, performance management, and local community engagement;
- develop Area Action Plans to meet local priorities and underpin the Sustainable Community Strategy and Local Area Agreement;
- develop and deliver specific localised projects and initiatives, identified either through the Area Partnership Board, thematic partnerships or Local Strategic Partnership, to respond to local priorities and improve outcomes for local communities;
- commission services to meet local priorities through aligned budgets, discrete Area Partnership Board resources and external funding;
- develop local services through consultation with the Local Strategic Partnership and Thematic Boards;
- respond to the needs of local communities and support community engagement through the Community Forums;
- performance manage the priority Local Area Agreements and related National Indicators identified for each Area; and
- monitor and, where necessary, challenge strategic policies or resource allocations made by any partner agency which may have a detrimental effect on the local area.

#### Accountability:

- i) Accountable to the Community Forums for responding to locally identified needs, issues and priorities not resolved at a local level.
- ii) Accountable to the Thematic Partnerships for commissioned projects and initiatives which contribute to the delivery of Sustainable Community Strategy or Local Area Agreement outcomes.
- iii) Accountable to the LSP for the development of Area Action Plans which underpin the borough-wide Sustainable Community Strategy and Local Area Agreement.

- iv) Accountable to Cheshire West and Chester Council for the effective local allocation of financial resources.
- v) Accountable to other key partners for the effective allocation of financial resources devolved down to local level to support local delivery.
- vi) Accountable to the public for the effective delivery of Area Action Plans supported by local research and intelligence.

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